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Document title: Extraordinary Securities Report

Place of filing: Director-General of the Kanto Local Finance Bureau

Filing date: March 28, 2022

Company name: 協和キリン株式会社  
(*Kyowa Kirin Kabushiki Kaisha*)

Company name in English: Kyowa Kirin Co., Ltd.

Title and name of representative: Masashi Miyamoto,  
Executive Director of the Board, President and Chief Executive Officer

Address of registered head office: 1-9-2 Otemachi, Chiyoda-ku, Tokyo, Japan

Telephone number: +81-3-5205-7200

Name of contact person: Motohiko Kawaguchi,  
Managing Executive Officer, General Manager of Finance Department

Nearest place of contact: 1-9-2 Otemachi, Chiyoda-ku, Tokyo, Japan

Telephone number: +81-3-5205-7200

Name of contact person: Motohiko Kawaguchi,  
Managing Executive Officer, General Manager of Finance Department

Place for public inspection: Tokyo Stock Exchange, Inc.  
(2-1 Nihombashi Kabutocho, Chuo-ku, Tokyo)

## 1. Reason for filing

At the 99th Ordinary General Meeting of Shareholders (the “**Meeting**”) of Kyowa Kirin Co., Ltd. (the “**Company**”) held on March 25, 2022, resolutions of matters to be resolved were made, and therefore, the Company files this Extraordinary Securities Report pursuant to the provisions of Article 24-5, Paragraph (4) of the Financial Instruments and Exchange Act and Article 19, Paragraph (2), Item (ix)-2 of the Cabinet Office Order on Disclosure of Corporate Affairs.

## 2. Body of report

### (1) Date of the General Meeting of Shareholders

March 25, 2022

### (2) Details of the matters resolved

#### Proposal No. 1: Appropriation of surplus

Year-end dividend

##### (1) Type of dividend property:

Cash

##### (2) Allocation of dividend property and total amount thereof:

¥23 per share of the Company’s ordinary shares

Total amount: ¥12,358,548,209

##### (3) Effective date of dividends of surplus:

March 28, 2022

#### Proposal No. 2: Partial amendments to the Articles of Incorporation

Amendments to the current Articles of Incorporation

##### (1) Addition of the provision, as a method of General Meeting of Shareholders, that the Company may hold a General Meeting of Shareholders without specifying a physical venue if the Board of Directors decides that it is not appropriate to hold a General Meeting of Shareholders with specifying a physical venue due to spread of an infectious disease, occurrence of a natural disaster, or any other reasons, considering the interests of shareholders as well (amendment to Article 13)

(Effective date: March 25, 2022)

##### (2) Deletion of the provision indicating that it may be deemed that the Company has provided shareholders with reference documents, etc. for a General Meeting of Shareholders and other information by disclosing said information via the Internet (deletion of Article 16), and statement of the provision indicating that the Company shall take measures for providing reference documents, etc. for a General Meeting of Shareholders and other information in electronic format (new establishment of Article 16)

(Effective date: September 1, 2022)

#### Proposal No. 3: Election of nine (9) Directors of the Board

Election of Messrs. Masashi Miyamoto, Yutaka Osawa, Toshifumi Mikayama, Takeshi Minakata, Akira Morita, Ms. Yuko Haga, Messrs. Jun Arai, Takashi Oyamada and Yoshihisa Suzuki as Directors of the Board

Proposal No. 4: Election of two (2) Audit & Supervisory Board Members

Election of Mr. Hiroshi Komatsu and Ms. Mayumi Tamura as Audit & Supervisory Board Members

- (3) Number of voting rights that were exercised as manifestation of intention of approval, disapproval or abstention for the matters resolved; requirements for adoption thereof; and resolution results thereof

Proposal	Approved	Disapproved	Abstained	Requirement for adoption	Resolution result (Approval rate)
Proposal No. 1	4,579,986	326,577	21,690	(Note 1)	Approved (92.93%)
Proposal No. 2	4,813,606	92,949	21,690	(Note 2)	Approved (97.67%)
Proposal No. 3				(Note 3)	
Masashi Miyamoto	4,862,221	44,340	21,690		Approved (98.66%)
Yutaka Osawa	4,898,768	7,796	21,690		Approved (99.40%)
Toshifumi Mikayama	4,898,552	8,012	21,690		Approved (99.40%)
Takeshi Minakata	4,896,394	10,170	21,690		Approved (99.35%)
Akira Morita	4,898,089	8,475	21,690		Approved (99.39%)
Yuko Haga	4,900,579	5,985	21,690		Approved (99.44%)
Jun Arai	4,899,493	7,071	21,690		Approved (99.42%)
Takashi Oyamada	4,899,309	7,255	21,690		Approved (99.41%)
Yoshihisa Suzuki	4,903,832	2,732	21,690		Approved (99.50%)
Proposal No. 4				(Note 3)	
Hiroshi Komatsu	4,792,643	112,943	22,721		Approved (97.25%)
Mayumi Tamura	4,905,490	1,138	21,690		Approved (99.54%)

- (Notes) 1. A majority of the voting rights of the shareholders who are present and entitled to exercise their voting rights are affirmative.  
2. Shareholders holding one third or more of the voting rights of shareholders who are entitled to exercise their voting rights are present, and two thirds or more of the voting rights of these shareholders are affirmative.  
3. Shareholders holding one third or more of the voting rights of shareholders who are entitled to exercise their voting rights are present, and a majority of the voting rights of these shareholders are affirmative.

- (4) Reason why a portion of the number of the voting rights of the shareholders present at the Meeting was not included in the number of voting rights

The aggregate number of voting rights exercised by the date immediately before the date of the Meeting and voting rights of the shareholders present at the Meeting in person whose intention of approval or disapproval for each proposal was confirmed satisfied the requirement for adoption of each proposal, and the resolutions have been legally adopted pursuant to the Companies Act. Therefore, the number of voting rights of some of the shareholders present at the Meeting in person whose intention of approval, disapproval or abstention was not confirmed has not been included in the calculation.